

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

ARMSTRONG FLOORING, INC., *et al.*,

Debtors.

Chapter 11

Case No. 22-10426 (MFW)

(Jointly Administered)

**Re: Docket No. 141**

**RETIREE COMMITTEE’S RESERVATION OF RIGHTS TO DEBTORS’ MOTION  
FOR ENTRY OF AN ORDER: (A) APPROVING THE SALE OF THE DEBTORS’  
ASSETS FREE AND CLEAR OF ALL LIENS, CLAIMS, ENCUMBRANCES, AND  
OTHER INTERESTS, (B) APPROVING THE ASSUMPTION AND ASSIGNMENT OF  
CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES RELATED  
THERETO, AND (C) GRANTING RELATED RELIEF**

The Committee of Non-Represented Retirees of Armstrong Flooring, Inc. *et al.* (the “**Retiree Committee**”) hereby files this limited objection to and reservation of rights (the “**Reservation of Rights**”) to the *Motion of Debtors for (I) Order (A) Approving Bidding Procedures in Connection With the Sale of Certain or All of the Debtors’ Assets; (B) Establishing Procedures for the Debtors to Enter Into Stalking Horse Agreement With Bid Protections in Connection With a Sale of Certain or All of the Debtors’ Assets; (C) Establishing Procedures Relating to the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; (D) Scheduling a Hearing to Consider Any Proposed Sale; and (II) (A) Approving the Sale of the Debtors’ Assets Free and Clear of All Liens, Claims, Encumbrances, and Other Interests, (B) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases Related Thereto, and (C) Granting Related Relief* [Dkt. No. 141] (the “**Sale Motion**”) filed by Armstrong Flooring, Inc., et al. (the “**Debtors**”) and states as follows:

1. The Retiree Committee was appointed on Friday June 17, 2022, selected counsel on Monday, June 20, 2022, and selected financial advisors on Wednesday, June 22, 2022. The

Retiree Committee is working diligently to get up to speed on the Debtors' cases and the pending motions, including the Sale Motion. The Retiree Committee has requested additional information from the Debtors regarding the proposed sale so that the Retiree Committee can meaningfully evaluate the proposed sale and determine whether it intends to assert any objections. Accordingly, and given the June 23, 2022, objection deadline, the Retiree Committee files this Reservation of Rights with respect to any objections it may have to the sale, which it will assert (if unable to resolve with the Debtors) in advance of the hearing on the Sale Motion.

Dated: June 23, 2022  
Wilmington, Delaware

Respectfully submitted,

**SAUL EWING ARNSTEIN & LEHR LLP**

/s/ Lucian B. Murley

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*Proposed Counsel to the Retiree Committee*